

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Assignment of Security Interest in Trademarks

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		07/31/2013	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Fortress Credit Co LLC
<b>Street Address:</b>	1345 Avenue of the Americas, 46th Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10105
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 37**

Property Type	Number	Word Mark
Registration Number:	3242914	NEWPORT SEAFOOD GRILL
Registration Number:	2994502	HENRY'S 12TH STREET TAVERN
Registration Number:	2968727	HENRY'S 12TH STREET TAVERN AMERICAN BAR
Registration Number:	2964951	PORTLAND STEAK & CHOPHOUSE
Registration Number:	2804917	PORTLAND CITY GRILL
Registration Number:	2740747	MANZANA ROTISSERIE GRILL
Registration Number:	2299835	THE ART OF WOOD FIRE GRILLING
Registration Number:	1640692	MONTEREY KRUSE BURGER
Registration Number:	1805608	BILLY HEARTBEATS
Registration Number:	1714549	PORTLAND DELI COMPANY
Registration Number:	1693690	NEWPORT BAY RESTAURANT A SEAFOOD CAFE
Registration Number:	1735425	STANFORD'S RESTAURANT & BAR
Registration Number:	1357372	NEWPORT BAY RESTAURANT SEAFOOD-BROILER
Registration Number:	1286602	NEWPORT BAY RESTAURANT

CH \$940.00 3242914

**TRADEMARK**

Registration Number:	1648262	SALINAS CREAMED SPINACH & ARTICHOKE DIP
Registration Number:	1643753	SANTA ROSA CHICKEN
Registration Number:	1374316	WHERE FRESH SEAFOOD COMES ASHORE
Registration Number:	1317422	CUTTERS
Registration Number:	0966737	HORATIO'S
Registration Number:	1827821	KINCAID'S
Registration Number:	1732203	PALISADE
Registration Number:	2008261	PALOMINO
Registration Number:	1626442	PALOMINO
Registration Number:	2246460	RESTAURANTS UNLIMITED
Registration Number:	1150718	SIMON & SEAFORT'S
Registration Number:	3259686	CUTTERS POINT
Serial Number:	78750895	KINCAID'S GRILL
Registration Number:	3283645	FONDI
Registration Number:	3276983	FONDI
Registration Number:	3280742	FONDI PIZZERIA SENZA PARI
Registration Number:	3280743	FONDI PIZZERIA SENZA PARI
Registration Number:	1160427	SIMON & SEAFORT'S SALOON & GRILL
Serial Number:	77958230	PALOMINO RESTAURANT & BAR EST. 1988
Serial Number:	77958229	
Serial Number:	85429848	PORTLAND SEAFOOD COMPANY
Serial Number:	85429852	PORTLAND SEAFOOD COMPANY
Registration Number:	3955797	PALOMINO RESTAURANT & BAR EST. 1988

**CORRESPONDENCE DATA**

Fax Number: 2027782201  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
Phone: 202-419-2055  
Email: sloffis@hunton.com  
Correspondent Name: Hunton & Williams LLP IP Department  
Address Line 1: 2200 Pennsylvania Ave. N.W.  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20037

ATTORNEY DOCKET NUMBER:	76787.000095
NAME OF SUBMITTER:	Shelly Anderson
Signature:	/Shelly Anderson/

**TRADEMARK**

**REEL: 005083 FRAME: 0782**

08/02/2013

**Total Attachments: 8**

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## **ASSIGNMENT OF SECURITY INTEREST IN CERTAIN TRADEMARKS**

This ASSIGNMENT OF SECURITY INTEREST IN CERTAIN TRADEMARKS (this "Assignment") is made as of July 31, 2013, by and between GENERAL ELECTRIC CAPITAL CORPORATION (the "Existing Agent") and FORTRESS CREDIT CO LLC (the "Successor Agent").

A. Restaurants Unlimited, Inc., a Minnesota corporation ("Grantor") granted to the Existing Agent, as agent for certain lenders under the Credit Agreement described below (the "Lenders"), a security interest in, among other assets, all of its property described in that certain Second Amended and Restated Trademark Collateral Security and Pledge Agreement, dated as of May 21, 2010, and filed with the United States Patent and Trademark Office on May 26, 2010 at Reel 004213, Frame 0515 as amended by that certain Amendment to Second Amended and Restated Trademark Collateral Security Agreement, dated as of August 3, 2012 and filed with the United States Patent and Trademark Office on August 6, 2012 at Reel 004836, Frame 0054 by and between Grantor and the Existing Agent (such property, the "Trademark Collateral", and such security agreement, as amended, the "Trademark Security Agreement").

B. Such security interest was granted to secure certain financing arrangements provided to Grantor and certain other parties pursuant to that certain Second Amended and Restated Credit Agreement dated as of May 21, 2010, by and among Grantor, Existing Agent and the Lenders (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement").

C. The Trademark Security Agreement and such security interest in the Trademark Collateral was recorded in the records of the United States Patent and Trademark Office at Reel 004213, Frame 0515 and Reel 004836, Frame 0054.

D. The Existing Agent has resigned as "Agent" with respect to the Credit Agreement, and the Successor Agent has been appointed as the successor "Agent" with respect thereto. The parties hereto desire to assign the Trademark Security Agreement and the security interest granted to the Existing Agent thereunder to Successor Agent and to provide evidence of such assignment in a form capable of recordation with the United States Patent and Trademark Office.

In consideration of the premises set forth herein and for other good and valuable consideration, the receipt, sufficiency and adequacy of which are hereby acknowledged, the parties hereto hereby agree that the Existing Agent, in its capacity as "Agent" for certain lenders, hereby assigns and conveys, without representation, warranty or recourse, the Trademark Security Agreement and all of its security interest in, to and under the Trademark Collateral to Successor Agent, in its capacity as successor "Agent" for certain lenders.

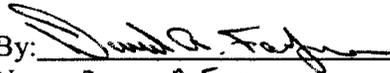
This Assignment may be executed in any number of counterparts and all of such counterparts taken together shall be deemed to constitute one and the same instrument.

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IN WITNESS WHEREOF, this Assignment of Security Interests in Certain Trademarks has been executed and delivered as of the date first written above.

EXISTING AGENT:

GENERAL ELECTRIC CAPITAL CORPORATION

By:   
Name: David A Foshager  
Title: Duly Authorized Signatory

SUCCESSOR AGENT:

FORTRESS CREDIT CO LLC

By: \_\_\_\_\_  
Name:  
Title:

CONSENTED AND AGREED TO:

RESTAURANTS UNLIMITED, INC., as Grantor

By: \_\_\_\_\_  
Name:  
Title:

IN WITNESS WHEREOF, this Assignment of Security Interests in Certain Trademarks has been executed and delivered as of the date first written above.

EXISTING AGENT:

GENERAL ELECTRIC CAPITAL  
CORPORATION

By: \_\_\_\_\_

Name:

Title: Duly Authorized Signatory

SUCCESSOR AGENT:

FORTRESS CREDIT CO LLC

By: \_\_\_\_\_

Name:

Title: CONSTANTINE M. DAKOLIAS  
PRESIDENT

CONSENTED AND AGREED TO:

RESTAURANTS UNLIMITED, INC., as  
Grantor

By: \_\_\_\_\_

Name:

Title:

IN WITNESS WHEREOF, this Assignment of Security Interests in Certain Trademarks has been executed and delivered as of the date first written above.

EXISTING AGENT:

GENERAL ELECTRIC CAPITAL  
CORPORATION

By: \_\_\_\_\_

Name:

Title: Duly Authorized Signatory

SUCCESSOR AGENT:

FORTRESS CREDIT CO LLC

By: \_\_\_\_\_

Name:

Title:

CONSENTED AND AGREED TO:

RESTAURANTS UNLIMITED, INC., as  
Grantor

By: \_\_\_\_\_

Name: Tim Mullany

Title: Chief Financial Officer

**EXHIBIT A****Trademarks and Trademark Registrations**

<b>TRADEMARK</b>	<b>SERIAL NUMBER</b>	<b>FILING DATE</b>	<b>REGISTRATION NUMBER</b>	<b>REGISTRATION DATE/STATUS</b>	<b>TYPE OF MARK</b>
Newport Seafood Grill	78/517706	11/16/2004	3242914	05/15/2007/Active	Service Mark
Pacific Coast's Marina Fish House at Riverplace	78/933110	07/19/2006	None	None/Inactive	Service Mark
Henry's 12th Street Tavern	78/359371	01/29/2004	2994502	09/13/2005/Active	Service Mark
Henry's 12th Street Tavern American Bar & Grill	78/359368	01/29/2004	2968727	07/12/2005/Active	Service Mark
Portland Steak & Chophouse	78/278993	07/25/2003	2964951	07/05/2005/Active	Service Mark
Portland City Grill	78/206570	01/23/2003	2804917	01/13/2004/Active	Service Mark
Manzana Rotisserie Grill	76/293220	07/31/2001	2740747	07/22/2003/Active	Service Mark
The Art of Wood Fire Grilling	75/561518	09/29/1998	2299835	12/14/1999/Active	Service Mark
Portland Steak & Chophouse	75/129413	07/03/1996	2139837	02/24/1998/Inactive	Service Mark
Monterey Kruse Burger	74/055937	05/04/1990	1640692	04/09/1991/Active	Trademark
Billy Heartbeats	74/328388	11/05/1992	1805608	11/16/1993/Active	Service Mark
Portland Deli Company	74/234152	12/30/1991	1714549	09/08/1992/Active	Service Mark
Newport Bay Restaurant A Seafood Café	74/140747	02/20/1991	1693690	06/09/1992/Active	Service Mark
Stanford's Restaurant & Bar	74/055945	05/04/1990	1735425	11/24/1992/Active	Service Mark
Approved by the Sturgeon General	73/661846	05/20/1987	1476324	02/09/1988/Inactive	Service Mark
Newport Bay Restaurant Seafood-Broiler	73/521665	02/11/1985	1357372	08/27/1985/Active	Service Mark
Welcome to Fin-Land	73/738333	07/05/1988	1529060	03/07/1989/Inactive	Service Mar
Our Reputation is on the Line Every Day	73/699446	12/07/1987	1549571	07/25/1989/Inactive	Service Mark
Newport Bay Restaurant	73/422089	04/18/1983	1286602	07/17/1984/Active	Service Mark
Salinas Creamed Spinach & Artichoke Dip	74/055940	05/04/1990	1648262	06/18/1991/Active	Trademark
Santa Rosa Chicken	74/055944	05/04/1990	1643753	05/07/1991/Active	Trademark
Newport Fish House	78/486508	09/20/2004	None	None/Inactive	Service Mark
Henry's Tavern and American Bar & Grill	78/275692	07/17/2003	None	None/Inactive	Service Mark
Scottsdale City Grill	76/413913	05/31/2002	None	None/Inactive	Service Mark
Scottsdale Chophouse	76/290810	07/25/2001	None	None/Inactive	Service Mark
I'll Be Back	75/129414	07/03/1996	None	None/Inactive	Service Mark

TRADEMARK	SERIAL NUMBER	FILING DATE	REGISTRATION NUMBER	REGISTRATION DATE/STATUS	TYPE OF MARK
Portland Yogurt Company	74/278247	05/26/1992	1732249	11/10/1992/Inactive	Service Mark
Pacific Coast Restaurants	74/193573	08/12/1991	None	None/Inactive	Service Mark
Newport Bay Restaurant An American Café	74/095616	09/10/1990	1659184	10/01/1991/Inactive	Service Mark
Newport Bay Restaurant An American Café	74/095615	09/10/1990	1659183	10/01/1991/Inactive	Service Mark
Portland Deli Company	74/062604	05/25/1990	1645706	05/21/1991/Inactive	Service Mark
Campbell River Café	74/055909	05/04/1990	None	None/Inactive	Service Mark
Movie Movie Cafe	74/055908	05/04/1990	None	None/Inactive	Service Mark
Where Fresh Seafood Comes Ashore	73/501297	09/27/1984	1374316	12/03/1985/Active	Service Mark
Where Fresh Seafood Comes Ashore	73/603232	06/09/1986	1440265	05/19/1987/Inactive	Service Mark
Ruby Heartbeats	74/309402	08/21/1992	None	None/Inactive	Service Mark
Clinkerdagger (Washington)			26517	11/17/1997/Active	Service Mark
Cutters	73/481348	05/21/1984	1317422	01/29/1985/Active	Service Mark
Horatio's	72/431342	07/31/1972	966737	08/21/1973/Active	Service Mark
Kincaid's	74/278219	05/20/1992	1827821	03/22/1994/Active	Service Mark
Maggie Bluffs (Washington)			26511	11/17/1997/Active	Service Mark
Palisade	74/139742	02/15/1991	1732203	11/10/1992/Active	Service Mark
Palomino	75/977098	04/07/1995	2174034	07/14/1998/Inactive	Trademark
Palomino	75/006255	10/16/1995	2008261	10/15/1996/Active	Service Mark
Palomino & Design	74/031399	02/21/1990	1626442	12/04/1990/Active	Service Mark
Restaurants Unlimited & Design (Canada)	1028192	09/09/1999	TMA543150	03/27/2001/Active	Service Mark
Restaurants Unlimited & Design	75/217285	12/20/1996	2246460	05/18/1999/Active	Service Mark
Ryan's (Hawaii)			207851	06/09/1997/Active	Service Mark
Ryan's Grill at Ward Centre (Hawaii)			162499	04/23/1993/Active	Service Mark
Scott's (Washington)		02/14/1985	15572	02/04/1985/Active	Service Mark
Simon & Seafort's	73/216488	05/21/1979	1150718	04/7/1981/Active	Service Mark
Skates (California)			041130	11/13/1992/Active	Service Mark
Stanley & Seafort's (Washington)			21413	05/21/1992/Active	Service Mark
Cutter's Point (This trademark is licensed to a third party.)	76/420851	06/13/2002	3259686	07/10/2007/Active	Trademark
Kincaids Grill	78/750895	11/09/2005			Service Mark
Quattro Gatti Mozzarella Fresca Design	78/721528	09/27/2005	None	None/Inactive	Trademark
Fondi	78/662318	07/01/2005	3283645	08/21/2007/Active	Service Mark
Fondi	78/662322	07/01/2005	3276983	08/07/2007/Active	Service Mark

TRADEMARK	SERIAL NUMBER	FILING DATE	REGISTRATION NUMBER	REGISTRATION DATE/STATUS	TYPE OF MARK
Fondi Pizzeria Senza Pari & Design	78/720809	09/26/2005	3280742	08/14/2007/Active	Service Mark
Fondi Pizzeria Senza Pari & Design	78/720833	09/26/2005	3280743	08/14/2007/Active	Service Mark
Simon & Seafort's Saloon & Grill (Design)	73/216487	05/21/1979	1160427	07/07/1981/Active	Service Mark
Marina Fish House at Riverplace	77/511091	06/30/2008	None	None/Inactive	Service Mark
Kincaid's (Hawaii)			232395	02/02/1999/Active	Service Mark
Ryan's (Hawaii)			216661	06/19/1997/Active	Service Mark
Newport Bay Restaurant and design (Oregon)			S15182	04/27/1983/Active	Service Mark
Pacific Coast Restaurants (Oregon)			S26408	08/20/1992/Active	Service Mark
EURO BISTRO (Canada)	758132	06/30/1994	TMA469947	01/28/1997/Active	Service Mark
PALOMINO and Horse Design	77/958230	03/12/2010			Service Mark
Horse Design	77/958229	03/12/2010			Service Mark
PIZZERIA FONDI SENZA PARI and Design (Canada)	1457628	11/02/2009			Trademark and Service Mark
OUR REPUTATION IS ON THE LINE EVERYDAY (Oregon)			TS21630	06/01/1987/Inactive	Trademark and Service Mark
OUR REPUTATION IS ON THE LINE EVERYDAY (Washington)			18210	07/13/1988/Inactive	Service Mark
APPROVED BY THE SURGEON GENERAL (Oregon)			TS21628	06/01/1987/Inactive	Trademark and Service Mark
APPROVED BY THE SURGEON GENERAL (Washington)			17267	05/20/1987	Service Mark
STANFORD'S RESTAURANT & BAR (Oregon)			25642	09/25/1991	Service Mark
KINCAID'S FISH, CHOP & STEAK HOUSE (Hawaii)			12884F3001		
PACIFIC COAST RESTAURANTS (Washington)			21591	08/17/1992/Inactive	Service Mark
Fondi (Canada)		11/2/2009	1457627	Pending	Trademark
Fondi Design (Canada)			1457628	Pending	Service Mark

<b>TRADEMARK</b>	<b>SERIAL NUMBER</b>	<b>FILING DATE</b>	<b>REGISTRATION NUMBER</b>	<b>REGISTRATION DATE</b>
Henry's 12 <sup>th</sup> Street Tavern American Bar & Grill (Design)	78/359368	01/29/2004	2968727	07/12/2005
Henry's 12 <sup>th</sup> Street Tavern (Design)	78/359371	01/29/2004	2994502	09/13/2005
Portland Deli Company	74/234152	12/30/1991	1714549	09/18/1992
Where Fresh Seafood Comes Ashore	73/501297	09/27/1884	1374316	12/03/1985
Palomino (Design)	74/031399	02/21/1990	1626442	12/04/1990
Portland Seafood Company (Design)	85/429848	09/22/2011	n/a - application	n/a - application
Portland Seafood Company (Design)	85/429852	09/22/2011	n/a - application	n/a - application
Palomino Restaurant & Bar Est 1988	77/958230	03/12/2010	3955797	05/31/2011
Restaurants Unlimited	75/217285	12/20/1996	2246460	05/18/1999